

# THE PARTNERSHIP TO END HOMELESSNESS

*SOLUTIONS FOR SNOHOMISH COUNTY*

## *GOVERNANCE CHARTER*

### MISSION

The Partnership to End Homelessness is a collaborative, comprehensive and cohesive system of care that eliminates homelessness in Snohomish County.

### Vision

Every person in Snohomish County lives in safe, stable, and affordable housing with access to necessary services and economic opportunity.

### Values

The Partnership to End Homelessness is committed to these guiding principles:

- Results-based solutions;
- Community-tailored system;
- Seamless access to services;
- Respect & dignity for every person;
- Culturally relevant approaches; and
- Open & honest communication.

## **I. ORGANIZATION**

The Partnership to End Homelessness (PEH), hereafter, the Partnership is an unincorporated organization created to fulfill the responsibilities within this Charter. The Partnership encompasses the Everett/Snohomish County Continuum of Care (WA-504).

## **II. GEOGRAPHIC AREA**

The Partnership serves all of Snohomish County, its cities, towns and unincorporated areas.

## **III. PURPOSE**

The purpose of the Partnership is to:

- Promote community-wide commitment to the goal of ending homelessness;
- Utilize CoC funding for efforts by nonprofit providers and local governments to re-house homeless individuals and families rapidly while minimizing the trauma and dislocation cause to homeless individuals, families and communities as a consequence of homelessness;
- Ensure strategic utilization of all available resources;
- Establish community-wide systems' approach with interagency coordination to alleviate poverty;
- Transform mission, vision and values into strategy;
- Promote access to and effective use of mainstream programs by homeless individuals and families; and
- Promote self-sufficiency among individuals and families by providing access to a wide range of culturally relevant housing and necessary services.

## **IV. COMPOSITION**

### **THE PARTNERSHIP TO END HOMELESSNESS BOARD**

#### **BOARD MEMBERSHIP COMPOSITION**

The Board shall consist of a variety of community stakeholders that at minimum complies with 24 CFR §578.5. For a listing of stakeholder groups and corresponding board representatives, see Attachment A.

#### **OPEN MEMBERSHIP AND NEW MEMBERS**

Annually, the Board will issue a public invitation via email distribution lists, and website posting, at minimum. Positions will be filled as vacancies arise or as a need for representation is identified.

New members may apply by completing a nomination form. Nominations will be reviewed by the board or designated committee, then submitted to the Snohomish County Human Services Department Director to make the Appointments.

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## RESPONSIBILITIES OF MEMBERS

The Board retains all responsibility for planning and implementation of activities to meet the purposes and goals under this Charter, but may delegate responsibility to the Collaborative Applicant (see Section VIII), or HMIS Lead (see Section VIII), Executive Committee (see Section IV) or other designated committee or entity. Specific responsibilities are identified in Attachment B for requirements under the Continuum of Care Interim Rule.

## EXECUTIVE COMMITTEE

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### EXECUTIVE COMMITTEE MEMBERSHIP

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#### COMPOSITION

The Executive Committee will consist of a Chair, Vice Chair, a Snohomish County Government Representative and the standing committee chairs.

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#### TERM OF OFFICE

Officer and committee chair appointments are one year in length. Members may serve multiple terms without limit.

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#### NOMINATION AND VOTING

The Snohomish County Human Services Director will appoint the Chair, Vice Chair, and Snohomish County Government Representative.

Committee Chairs will be nominated from the board and elected through majority vote.

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#### VACANCIES

After initial seating, vacancies will be filled by current members of the board. The board will recommend by vote to the Human Services Director who will make the appointment.

## V. RESPONSIBILITIES

### BOARD RESPONSIBILITIES

The Board will improve coordination of housing and services, increase or influence effective use of resources, and ensure a broad range of input for developing strategies to meet the goals of this Charter. The Board will review other federal, state and local plans to provide consistency with local planning.

### Operation of Everett/Snohomish County CoC

Several of the operating activities required of the Board are delegated to the County as the Collaborative

Applicant (CA). The County will report on delegated activities for Board review. Activities to be undertaken by the CA on behalf of the Board may be negotiable and the Board retains all responsibilities regardless of delegation. See Attachment B for delineation of responsibilities under the CoC Interim Rule.

## PLANNING

- The Board is responsible for developing a strategic plan to meet the goals and purpose of this Charter. (Insert other local planning efforts as developed);
- Coordinate implementation of housing and service system, which includes, at minimum:
  - Outreach, engagement, and assessment;
  - Shelter, housing and supportive services;
  - Prevention strategies.

## PREPARATION OF APPLICATION FOR FUNDS

As the Collaborative Applicant, Snohomish County Human Services will coordinate the Collaborative Application with the CoC Application Committee, for approval from Board.

## VI. RULES FOR THE GOVERNANCE BOARD

### MEMBERSHIP MEETINGS

Meetings will be held at least quarterly. Supplemental meetings may be scheduled if there is business which needs tending to. Board meetings shall be governed by Robert's Rules of Order, newly revised (1970).

### RECORD KEEPING

Record keeping support will be provided by the Snohomish County Human Services Department to include preparation of written agendas, meeting minutes, and meeting announcements. The Collaborative Applicant will maintain records necessary to meet, at minimum, the requirements under the CoC Interim Rule.

### ATTENDANCE

Board members must attend meetings and be prepared to discuss matters presented for their deliberation. Members are required to attend no less than 75% of meetings within a calendar year. Failure to meet the attendance requirement or repeated failure to complete work assignments will be grounds for removal from the Board and/or committee assignments. See Resignation or Removal below.

### NOTICE OF MEETINGS

Notice of the place, date and time of each Membership Meeting, will be posted on the CA website and sent to members by email or other reasonable means of communication at least five business days before the meeting date, along with the agenda for the meeting. The Collaborative Applicant is the responsible entity for all website postings.

## QUORUM AND VOTING

One-third of seated members will constitute a quorum for the transaction of business at any meeting. If no quorum is present, the meeting will be adjourned. For the purposes of satisfying the quorum requirements, non-voting proxies will not be counted toward meeting the majority.

At all meetings, business items may be decided by arriving at a consensus. If a vote is necessary, all votes shall be cast in accordance with Robert's Rules of Order, newly revised (1970), of the majority of those in attendance at a meeting with a quorum represented. Each representative seat shall have one vote. No member may vote on any item which presents a real or perceived conflict of interest.

## PROXIES

- 1) A Board Member who is unable to attend a given meeting must designate the Board Member who may act as her/his proxy in writing. The written authorization must be provided to the Chair at the start of the meeting and entered into the record. A proxy may only be given to an existing Board Member.
- 2) A Board Member who has been designated as a proxy in conformance with 1) above, may cast a vote for her/himself and a second vote in her/his capacity as a proxy. Should there be a hand count or roll call conducted for a particular action item, both votes cast by the Board Member acting as proxy must be recorded with the vote cast as proxy clearly identified. Should the Board Member have to abstain from a given vote as her/himself or in her/his capacity as a proxy, the role for which s/he casts the abstention must be clearly identified.
- 3) The designation of a Board Member as a proxy shall be made for one meeting. Should a given Board Member wish to have a proxy at an additional meeting(s), designation must be made in conformance with 1) above on a meeting-by-meeting basis.
- 4) A Board Member who is serving as a proxy at a given meeting may do so for one other Board member only for that meeting.
- 5) The designation of a proxy is intended to be made only in exceptional circumstances and should not be used in lieu of regular attendance by any Board Member.

## ACTION WITHOUT A MEETING

Any action may be taken without a meeting of the Board when necessitated by an urgent matter that requires approval by the Board in advance of the next scheduled meeting. An emailed electronic survey may be used as the instrument to detail the action item(s) and request a vote. The electronic survey will be conducted in a way that allows votes to be visible to all Board members. The electronic survey results will be attached to the most recent approved minutes and posted to the Partnership to End Homelessness website.

## RESIGNATION OR REMOVAL

Any representative may resign at any time by giving written notice to the Chair.

Board and Committee Members are required to adhere to the standards of conduct outlined in Section IX, below. The Executive Committee will review all complaints or concerns brought to their attention regarding conduct, and if evidence is found of violations, the matter will be taken to the Board. Members of the Board may be recommended for removal by a super majority vote for repeated absence, misconduct, failure to participate or violation of the conflict of interest or code of conduct policies. The recommendation will be forwarded to the Snohomish County Human Services Director for removal. Members will be notified of removal by letter within 30

days of the Director receiving all necessary information to act on removal.

If the person whose conduct is under review is a member of the Executive Committee, that person may not be present for the review except for the purpose of responding to requests for information from the Executive Committee.

## VII. COMMITTEES AND WORKING GROUPS

### PROCESS FOR DEVELOPING A STANDING COMMITTEE

The Partnership shall have standing committees which carry out some of the board responsibilities as delegated. Current standing committees are identified in Attachment C and will be reviewed annually, revised as necessary. Should a need be identified for additional standing committee(s) it will be created by a super majority vote.

### OTHER AD-HOC COMMITTEES, SUBCOMMITTEES AND WORK GROUPS

Other ad-hoc committees, subcommittees, and work groups will be established as needed through planning efforts. See Attachment C for current subcommittees and work groups. New ad-hoc committees, subcommittees and work groups require only a simple majority vote of the Board or may be established by the existing committees, Collaborative Applicant, or HMIS Lead as needed to carry out the work of this charter.

## VIII. APPOINTMENT OF AGENTS AND DESIGNATION OF HMIS

### DESIGNATION OF COLLABORATIVE APPLICANT

Snohomish County Human Services has been designated as the Collaborative Applicant. The Office of Community and Homeless Services within the Human Services Department is the responsible entity. This designation was made on September 13, 2012. The responsibilities of the CA can be found in Attachment B.

### UNIFIED FUNDING AGENCY – *[RESERVED]*

### DESIGNATION AND OPERATION OF HMIS

Snohomish County Human Services was designated as the HMIS Lead entity to administer the single HMIS for the Everett/Snohomish County CoC. The HMIS Lead, with board oversight is required to:

- Review, revise and approve privacy, security and data quality plans;
- Ensure consistent participation of recipients/subrecipients in HMIS; and
- Ensure that the HMIS is administered in compliance with HUD requirements.

Responsibilities of the HMIS Lead are described in more detail in Attachment B.

### HMIS GOVERNANCE CHARTER

See Attachment F.

## IX. CODE OF CONDUCT AND CONFLICTS OF INTEREST

### EXPECTATIONS AND CODE OF CONDUCT

Board members, committee members, and staff members of the Collaborative Applicant and HMIS Lead must exercise care, diligence and prudence when acting on behalf of the Everett/Snohomish County CoC. *See Attachment D – Expectations and Code of Conduct.*

### CONFLICT OF INTEREST

#### RULES REGARDING CONFLICT

Board and committee members must abide by the following rules in order to avoid conflicts of interest in compliance with 24 CFR §§ 578.95 (b),(d) and promote public confidence in the integrity of the Partnership and its process. Failure to adhere to these rules is grounds for removal from the Board and any of its committees.

- Board and committee members may not participate in or influence discussions or resulting decisions concerning the award of a grant or other financial benefit to:
  - Any organization that they or a member of their immediate family represents or has represented in the previous year; or
  - Any organization from which they or a member of their immediate family derives, or has derived, income or anything of value in the previous year.
- Whenever Board or committee members or any of their immediate family members have a financial interest or any other personal interest in a matter coming before the Board or one of its committees, they must:
  - Fully disclose the nature of the interest; and
  - Recuse themselves from discussing, lobbying or voting on the matter.

#### DISCLOSURE

Board and committee members must disclose any actual or potential conflicts of interest regarding any business included in the meeting's agenda at the beginning of each Board or committee meeting.

#### ABSTENTION FROM DECISION-MAKING

Any matter in which Board or committee members have an actual or potential conflict of interest will be decided only by a vote of disinterested individuals. The minutes of any meeting at which such a vote is conducted must reflect the disclosure of interested Board and committee members' actual or potential conflicts of interest and their abstention.

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## ANNUAL CONFLICT OF INTEREST ACKNOWLEDGEMENT FORM

Members of the Board or of any committee under this charter must sign a conflict of interest form annually, affirming that they have reviewed the conflict of interest policy and disclosing any conflicts of interest that they face or are likely to face in fulfillment of their duties as members. Members will not be permitted to participate until the statement is on file with the Collaborative Applicant. See Attachment E – Conflict of Interest Disclosure Form.

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## CONFLICT OF INTEREST FOR COC APPLICATION COMMITTEE

No person with a conflict of interest may serve on the CoC Application Committee. For the purpose of this section only, a conflict of interest exists if:

- The person currently, or within the last one year has been, or has a current agreement to serve in the future as, a Board member, staff member or paid consultant of an organization making a proposal for funding; or
- The person's employer or an organization on whose Board of Directors the person sits, now has, or within the last one year has had a contractual relationship with an organization making a proposal for funding. However, if the person's employer, or the organization on whose Board of Directors the person sits, is a funding entirety or organization whose mission includes providing services and/or funding to other services providers, under this definition of "conflict of interest," no conflict exists; or
- Any other circumstance exists which impedes the person's ability to objectively, fairly and impartially review and rank the proposals for funding.

## X. APPROVAL OF GOVERNANCE CHARTER AND SUBSEQUENT AMENDMENTS

This Governance Charter and every subsequent amendment to it must be approved by a majority of the PARTNERSHIP members. The Executive Committee, in consultation with Collaborative Applicant and the HMIS Lead, will review the Governance Charter annually and recommend to the Board changes to improve the functioning of the Partnership and maintain compliance with federal and state regulations. Every five years, the Executive Committee will invite interested CoC Members to participate in a review and discussion of the Governance Charter. The charter will be updated based on consensus and the Board will be asked to approve proposed changes or ratify the existing Governance Charter annually.

Attachments:

- A – Board Composition
- B – Division of Responsibilities
- C – Standing Committees
- D – Expectations & Code of Conduct
- E – Conflict of Interest Disclosure Form
- F – HMIS Governance Charter
- G – HEARTH Local Program Standards (CoC & ESG)
- H – Coordinated Entry Assessment